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FUTURE FIRST INC.
12310 Belcher Road South
Largo, Florida 33773
(813) 536-0888

July 3, 1997

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-07/14/97--01114-014
***122.50 ***122.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: FUTURE FIRST INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Keith Anderson

FUTURE FIRST INC.
12310 Belcher Road S.
Largo, Florida 33773
(813) 536-0888

97 JUL 14 AM 9 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

9N 7-16-97

ARTICLES OF INCORPORATION

of

FUTURE FIRST INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

FUTURE FIRST INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (500) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Keith Anderson		
ADDRESS	425 South Bayshore		
CITY	Madeira Beach	FLORIDA	ZIP 33708

The principal office, if known, or the mailing address of the corporation is:

NAME	FUTURE FIRST INC.		
ADDRESS	12310 Belcher Road South		
CITY	Largo	FLORIDA	ZIP 33773

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Keith Anderson		
ADDRESS	425 South Bayshore		
CITY	Madeira Beach	STATE Florida	ZIP 33708
NAME	Earl Fletcher		
ADDRESS	137 Wall Street		
CITY	Redington Shores	STATE Florida	ZIP 33708
NAME			
ADDRESS			
CITY		STATE	ZIP


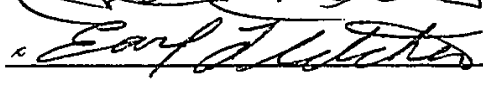
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97 JUL 14 AM 9 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

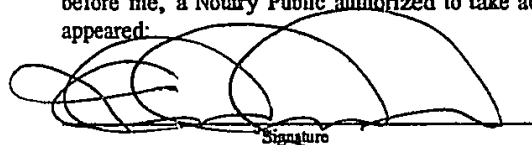
NAME	Keith Anderson		
ADDRESS	425 South Bayshore		
CITY	Madeira Beach	STATE	Florida ZIP 33708
NAME	Earl Fletcher		
ADDRESS	137 Wall Street		
CITY	Redington Shores	STATE	Florida ZIP 33708
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19____.

 (Seal)
 (Seal)
 _____ (Seal)

STATE OF FLORIDA)
) SS
 COUNTY OF _____)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

 _____ Signature	_____ Form of Identification
_____ Signature	_____ Form of Identification
_____ Signature	_____ Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form__ of identification of the above named person__ as indicated opposite each name, and that an oath was not taken.

_____ NOTARY RUBBER STAMP SEAL
 Witness my hand and official seal in the County and State last aforesaid this _____ day of _____, 19____.
 _____ Notary Signature
 _____ Printed Notary Signature

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

FUTURE FIRST INC.

(name of corporation)

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97 JUL 14 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 425 South Bayshore

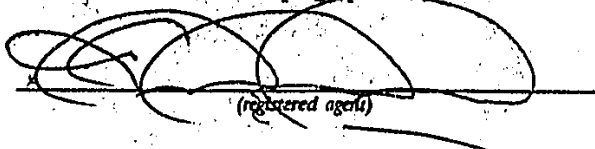
Maedira Beach, Florida 33708

has named Keith Anderson

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)